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GRACIELA LOZANO
D6 10TH AVE
KEY WEST FL 33040

FILED
00 AUG 24 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06/29/2000

Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

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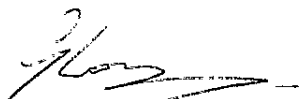
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*****78.75 *****78.75

Subject: KEY WEST MEGA MALL, INC.

I enclose an original and one copy of the Articles of Incorporation for the above corporation. Please return the copy to me certified and file stamped. Also enclosed is the registered agent/office designation and a check in the amount of \$78.75.

Sincerely,


Graciela Lozano

Deb
8/29

ARTICLES OF INCORPORATION

OF

KEY WEST MEGA MALL, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE 1 NAME

The name of the corporation shall be

KEY WEST MEGA MALL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**D6 10TH AVE.
KEY WEST FL 33040**

ARTICLE III CAPITAL STOCK

**The number of shares of stock that this corporation is authorized to have
outstanding at any one time is:**

1000 SHARES WITH NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

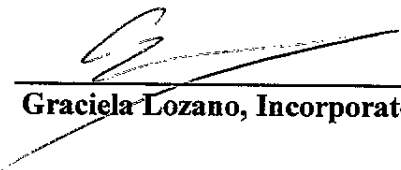
**RONALD A BARKER
3 ARBUTUS DRIVE
KEY WEST FL 33040**

ARTICLE V INCORPORATION

**The name and street address of the incorporator to these Articles of Incorporation
is:**

**GRACIELA LOZANO
D6 10TH AVE.
KEY WEST FL 33040**

**The undersigned has executed these Articles of Incorporation this 5 day of
July, 2000.**



Graciela Lozano, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:

KEY WEST MEGA MALL, INC.

2. The name and address of the registered agent and office is:

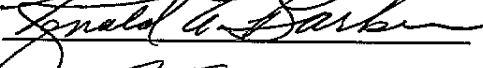
RONALD A BARKER
3 ARBUTUS DRIVE
KEY WEST FL 33040

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature 
Title: PRESIDENT

Date 7-5-2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature 
Date 7-5-00